

EXHIBIT A

KRAMER LEVIN NAFTALIS & FRANKEL LLP

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 NEW YORK, NY 10036
 PHONE 212.715.9100
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July 29, 2008

W.R. GRACE & CO. EQUITY COMMITTEE

When remitting,
 please reference:
 Invoice Number: 497336
 056772

CLIENT SUMMARY - 056772 - W.R. GRACE & CO. EQUITY COMMITTEE**056772-00007/REORGANIZATION PLAN**

FEES	\$63,136.50
DISBURSEMENTS	<u>19.00</u>
MATTER TOTAL	\$63,155.50

056772-00008/FEE APPLICATIONS, APPLICANT

FEES	\$2,696.00
DISBURSEMENTS	<u>15.39</u>
MATTER TOTAL	\$2,711.39

056772-00010/CLAIM ANALYSIS OBJ. & RES. (NON-ASBESTOS)

FEES	\$15,246.00
DISBURSEMENTS	<u>370.47</u>
MATTER TOTAL	\$15,616.47

056772-00019/HEARINGS

FEES	\$7,294.50
DISBURSEMENTS	<u>793.10</u>
MATTER TOTAL	\$8,087.60

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
 Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
 ABA #021000089
 Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 37613572
 By Order of: Invoice No. 497336
 Citibank Contact: Deborah Hosking (212) 559-8634

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
 ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
 CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

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056772-00028/TRAVEL\NON-WORKING

FEES	<u>\$1,806.75</u>
MATTER TOTAL	<u>\$1,806.75</u>
CLIENT GRAND TOTAL	<u><u>\$91,377.71</u></u>

REORGANIZATION PLAN**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/04/08	BENTLEY, PHILIP	Trade emails re plan issues	0.10	72.50
06/05/08	BENTLEY, PHILIP	Trade emails re plan issues	0.10	72.50
06/05/08	MARTORANA, KEITH R	Read Plan of Reorganization (4.2); highlight issues and draft list of issues (1.0).	5.20	1,898.00
06/06/08	BENTLEY, PHILIP	Trade emails re plan issues	0.30	217.50
06/06/08	MARTORANA, KEITH R	Prepare for meeting w/DM re: Grace Plan.	0.40	146.00
06/06/08	MANNAL, DOUGLAS	Review plan and term sheets in prep for meeting w/ plan proponents	7.10	4,153.50
06/09/08	BENTLEY, PHILIP	Trade emails re plan issues	0.10	72.50
06/09/08	MANNAL, DOUGLAS	Attention to plan issues (3.7); review and comment on revised term sheets (2.1)	5.80	3,393.00
06/10/08	BENTLEY, PHILIP	Trade emails re plan issues	0.10	72.50
06/10/08	MARTORANA, KEITH R	Meet w/DM re: tomorrow's plan proponent meeting (.5); prepare for meeting (review plan, term sheets, blacklines) (3.6).	4.10	1,496.50
06/10/08	MANNAL, DOUGLAS	Prep for meeting regarding POR (2.8); O/C with KM regarding same (.5); email with PB regarding same (.4)	3.70	2,164.50
06/11/08	BENTLEY, PHILIP	Confs DM and KM re plan issues	1.90	1,377.50
06/11/08	MARTORANA, KEITH R	Prepare for and attend plan proponent meeting (8.8); meeting w/PB re: same (1.9); review notes and draft detailed memo to TW re: meeting events (3.6).	14.30	5,219.50
06/11/08	MANNAL, DOUGLAS	Prep for and attend meeting on plan (5.6); conv. w/ PB and KM re same (1.8); draft and revise issue memo regarding same (.7);	8.10	4,738.50
06/12/08	BENTLEY, PHILIP	Conf DM and KM re plan issues, and TCs T. Freedman and TW re same; (2.8) review and comment on KM's draft memo re same (1.3)	4.10	2,972.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/12/08	MARTORANA, KEITH R	Meeting w/D. Mannal re: yesterday's Plan Proponent meeting (.5); revise memo to TW re: DM comments (.5); conversation w/PB re: yesterday's meeting (.5); conference call w/PB, DM, and T. Freedman re: open issues in case (1.2); conference call w/PB, DM, and TW re: same (1.1); draft detailed memo to TW re: open issues in case (4.6); research and provide answer to question of TW re: transfer restrictions on warrant shares (.4).	8.80	3,212.00
06/12/08	MANNAL, DOUGLAS	Prep for and attend O/C w/ PB and KM; call with TW regarding plan (2.8)	2.80	1,638.00
06/13/08	BENTLEY, PHILIP	Trade emails re plan issues	0.20	145.00
06/17/08	BENTLEY, PHILIP	Conf KM re plan issues and follow up	0.40	290.00
06/17/08	MARTORANA, KEITH R	Meeting w/PB re: memo to TW re: case status and plan issues (.5); revise same per comments of PB (3.3).	3.80	1,387.00
06/18/08	BENTLEY, PHILIP	Trade multiple emails re plan issues	0.50	362.50
06/20/08	MARTORANA, KEITH R	Research questions of TW re: plan, including review of science trial opinion, sealed Air Settlement, and Minneapolis PD Order.	2.90	1,058.50
06/20/08	MANNAL, DOUGLAS	Email w/ KM re: follow-up email re: T.W.'s questions (.3); attn same (.8).	1.10	643.50
06/21/08	MARTORANA, KEITH R	Legal research re: estimation as impairment under 1124 (3.9); draft memo to DM re: same (2.9).	6.80	2,482.00
06/23/08	MANNAL, DOUGLAS	Review and comment on plan (2.8); attn to term sheets (1.5).	4.30	2,515.50
06/24/08	BENTLEY, PHILIP	Discs DM and KM, and trade emails, re plan issues	0.40	290.00
06/24/08	MANNAL, DOUGLAS	Review and comment on draft plan (5.2); conv. w/ PBP KM re same (.4); attn memo re: impairment (2.5); attn draft term sheets (3.8).	11.90	6,961.50
06/24/08	MARTORANA, KEITH R	Prepare for plan proponent meeting (2.0); revise 1124 Memo re: impairment (1.2); review plan (1.8); review term sheets (.8); review ancillary questions of TW (1.0); conversations w/D. Mannal and P. Bentley re: same (.4)	7.20	2,628.00

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056772-00007July 29, 2008
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/25/08	MARTORANA, KEITH R	Prepare for and attend plan proponent meeting at K&E offices (8.5); meeting with DM and PB (conf. TW) re: same (.4); write up summary of meeting events (2.8).	11.70	4,270.50
06/25/08	MANNAL, DOUGLAS	Prep for and attend meeting of plan proponents re: plan and deal term sheets (8.2); O/C w/ PB re: same (.4); OC w/ KM re: same (.4).	9.00	5,265.00
06/26/08	BENTLEY, PHILIP	Trade emails re plan issues	0.10	72.50
06/26/08	MARTORANA, KEITH R	Revise summary of meeting per comments	2.70	985.50
06/27/08	MARTORANA, KEITH R	E-mail w/P. Kolvzon re: Poison Pill.	0.60	219.00
06/30/08	MANNAL, DOUGLAS	Review revised Plan of reorganization (.8); O/C and email w/ PB and KM re: same. (.3)	<u>1.10</u>	<u>643.50</u>
TOTAL HOURS AND FEES			<u>131.70</u>	<u>\$63,136.50</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CAB FARES	<u>19.00</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$19.00</u>

TOTAL FOR THIS MATTER	<u>\$63,155.50</u>
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W.R. GRACE & CO. EQUITY COMMITTEE
056772-00008July 29, 2008
Invoice No. 497336**FEE APPLICATIONS, APPLICANT****DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/04/08	MARTORANA, KEITH R	Review/revise quarterly CNO to reflect January/February billing error.	0.90	328.50
06/18/08	MARTORANA, KEITH R	Review May invoice and work on Fee Application.	1.50	547.50
06/19/08	MARTORANA, KEITH R	Draft fee application.	0.80	292.00
06/27/08	RODRIGUEZ, VIVIAN E	Drafted and edited 81st Monthly Fee Application	3.00	780.00
06/30/08	RODRIGUEZ, VIVIAN E	Organized and assembled 81st Monthly Fee App and corresponding exhibits. Emailed Fee App to local counsel.	1.50	390.00
06/30/08	MARTORANA, KEITH R	Finalize Grace May Fee Application.	0.50	182.50
06/30/08	MANNAL, DOUGLAS	Review fee application.	<u>0.30</u>	<u>175.50</u>
TOTAL HOURS AND FEES			<u>8.50</u>	<u>\$2,696.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	5.60
MESSENGER/COURIER	<u>9.79</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$15.39</u>

TOTAL FOR THIS MATTER	<u>\$2,711.39</u>
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CLAIM ANALYSIS OBJ. & RES. (NON-ASBESTOS)**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/06/08	MARTORANA, KEITH R	Review and summarize Debtors Motion for Settlement w/IRS.	0.70	255.50
06/09/08	MARTORANA, KEITH R	Review and summarize Debtors Motion to Settle with Montana DEQ.	0.70	255.50
06/09/08	MANNAL, DOUGLAS	Attention to ZAI Bar DATE filings (2.0); email with KM regarding EPA settlement (.2)	2.20	1,287.00
06/11/08	MANNAL, DOUGLAS	Review and comment on draft PPI objection.	3.20	1,872.00
06/12/08	BENTLEY, PHILIP	Review and comment on Grace's draft objection to banks' claim, and trade multiple emails re same (2.0)	2.00	1,450.00
06/12/08	MARTORANA, KEITH R	Review Debtors' proposed objection to PPI interest (.8)	0.80	292.00
06/16/08	BOLLES, KRISTA	Retrieved and converted into pdf form an Objection to Claim and Exhibition documents.	0.50	130.00
06/16/08	BENTLEY, PHILIP	Review Debtors' bank claim objection, and trade emails and voicemails re followup; email report to Committee re same	1.30	942.50
06/16/08	BALDINGER, LAURIE	Organize, index, & maintain various documents.	1.00	245.00
06/16/08	CATES, DANA A	docket research & document distribution re objection	1.00	260.00
06/16/08	MANNAL, DOUGLAS	Email w/ PB re: bank interest objection (.1); attn. same (.6).	0.70	409.50
06/17/08	HOROWITZ, GREGORY A.	Attention to post-petition interest issue; read related pleadings (1.0)	1.00	680.00
06/23/08	BENTLEY, PHILIP	Discs GH, and trade voicemails re PPI	0.30	217.50
06/23/08	HOROWITZ, GREGORY A.	Re-read debtor's objection re post-petition default interest(1.3); confer w/ PB re same (.2)	1.50	1,020.00
06/25/08	BENTLEY, PHILIP	Conf DM re response in support of debtors' PPI objection	0.40	290.00
06/25/08	MANNAL, DOUGLAS	Draft outline of PPI objection joinder; conf. PB re: same.	0.50	292.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/27/08	MARTORANA, KEITH R	Draft joinder to Debtors' PPI objection.	4.50	1,642.50
06/30/08	BENTLEY, PHILIP	Discs DM re: PPI joinder	0.10	72.50
06/30/08	MARTORANA, KEITH R	Conversation w/D. Mannal re: Joinder to Debtors' PPI objection (.2); revise same per comments (3.5).	3.70	1,350.50
06/30/08	MANNAL, DOUGLAS	Review and revise draft joinder to Debtors' Bank debt claim objection (3.5); O/C w/ KM re: same (.2); O/C w/ P.B. re: same (.2).	3.90	2,281.50
TOTAL HOURS AND FEES			<u>30.00</u>	<u>\$15,246.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	57.20
RESEARCH SERVICES	13.00
LEXIS/NEXIS ON-LINE RESEARCH	229.83
MEALS/IN-HOUSE	12.94
OUT-OF-TOWN TRAVEL	<u>57.50</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$370.47</u>

TOTAL FOR THIS MATTER	<u>\$15,616.47</u>
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W.R. GRACE & CO. EQUITY COMMITTEE
056772-00019July 29, 2008
Invoice No. 497336**HEARINGS****DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/08	BENTLEY, PHILIP	TC KM and trade emails re today's omnibus hearing	0.50	362.50
06/02/08	MARTORANA, KEITH R	Attend hearing (5.1); emails/conversations w/TW & PB re: hearing (2.1).	7.20	2,628.00
06/03/08	BENTLEY, PHILIP	Discs KM and trade emails re yesterday's hearing	0.60	435.00
06/03/08	MARTORANA, KEITH R	Summarize hearing minutes into comprehensive memo to TW (2.0); meeting with PB re: same (.2)	2.20	803.00
06/18/08	MARTORANA, KEITH R	Emails to PB re: upcoming hearing.	0.50	182.50
06/20/08	MARTORANA, KEITH R	Prepare for Monday's Omnibus hearing.	2.90	1,058.50
06/23/08	MARTORANA, KEITH R	Prepare for and attend Omnibus hearing in DE (3.9); conversation with TW re: hearing (.4); draft summary email re: same (.7).	<u>5.00</u>	<u>1,825.00</u>
TOTAL HOURS AND FEES			<u>18.90</u>	<u>\$7,294.50</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CAB FARES	96.00
MEALS/IN-HOUSE	10.81
OUT-OF-TOWN TRAVEL	662.50
MEALS/T & E	<u>23.79</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$793.10</u>

TOTAL FOR THIS MATTER	<u>\$8,087.60</u>
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TRAVEL\NON-WORKING**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/02/08	MARTORANA, KEITH R	Travel to and from Pittsburgh for Omnibus hearing.	6.90	1,259.25
06/23/08	MARTORANA, KEITH R	Travel to/from hearing in DE.	<u>3.00</u>	<u>547.50</u>
TOTAL HOURS AND FEES			<u>9.90</u>	<u>\$1,806.75</u>

TOTAL FOR THIS MATTER	<u>\$1,806.75</u>
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